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MICHELIN NORTH AMERICA, INC.
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P.O. BOX 19001
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TELECOPY TRANSMISSION

DATE: 1 May, 2003

TO: Rafael A. Casanova, USEPA Region VI

FACSIMILE NO.: (214) 665-6660

SENDER: Beth M. Ellis

SENDER'S PHONE NO.: (864) 458-5640

SENDER'S FAX NO.: (864) 458-6110

NO. OF PAGES (Including this page): 6

MESSAGE: The original of the following document, including all responsive attachments will be delivered to you via Federal Express tomorrow.

945750





1 May, 2003
(864) 458-0379
jim.fannin@us.michelin.com

VIA FEDERAL EXPRESS

Mr. Rafael A. Casanova, Remedial Project Manager
U.S. Environmental Protection Agency, Region VI
Superfund Division (6SF-AP)
1445 Ross Avenue, Suite 1200
Dallas, TX 75202-2733

Re: *Star Lake Canal Superfund Site, Port Neches, Texas*

Dear Mr. Casanova:

This letter and its attachments are Michelin North America, Inc.'s ("Michelin") response to your agency's Request for Information Pursuant to Section 104(e) of CERCLA (hereinafter "the Request") for the above-captioned Site. While Michelin did not receive a request directly from your agency, we are responding on behalf of the Goodrich Corporation ("Goodrich") for its former ownership of a portion of the Port Neches, Texas synthetic rubber manufacturing facility. Michelin is successor-in-interest to certain tire liabilities of the BFGoodrich Tire Company, as will be more completely explained below. Michelin is also responding for a predecessor-in-interest at the Port Neches synthetic rubber complex, the Uniroyal Goodrich Tire Company ("UGTC"), as detailed below. We note your agency attempted to contact UGTC; however, Michelin does not have a location at 280 Park Avenue in New York City and Capitol Commerce Reporter, Inc. has never been retained by nor does it have authorization to accept service on behalf of UGTC or Michelin. Finally, please note that Michelin has not owned or operated the Ameripol Synpol facility since December 17, 1992, so Michelin's answers will only address operations up to that date.

Michelin appreciates the extension of time in which to respond to your agency's Request. In addition to the undersigned, the following persons assisted in the preparation of this Response: Beth M. Ellis (Michelin Legal Assistant) and Llewellyn Levi (retired employee and consultant). Responses to the requests are provided on information and belief, based in many cases in large part on historical records and individual recollection. Michelin reserves the right to supplement or correct the information provided, should further inquiry or subsequent events so warrant.

GENERAL OBJECTIONS

1. Michelin objects to the Request on the grounds and to the extent that the Request seeks to impose upon Michelin obligations relating to the identification and disclosure of confidential information, including information that is protected under the doctrines of attorney work product and attorney-client privilege, that are different from, other than, or in addition to, those obligations set forth in 40 C.F.R., Part 2 and CERCLA Section 104(e)(7).
2. Michelin objects to the Request on the grounds that it implies or infers responsibility with respect to hazardous substances that is different from or broader than that imposed by Section 107 of CERCLA, 42 U.S.C. §9607.

Michelin North America, Inc.

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3. Michelin objects to the Request on the grounds and to the extent that it seeks to impose upon Michelin obligations relating to the investigation for, disclosure of, and representations concerning any information responsive to the Request that are different from, other than, or in addition to Section 104 of CERCLA, 42 U.S.C. §9604.

Without waiving the foregoing objections, below are Michelin's answers to your agency's Request for Information.

PART A RESPONSES (Facility):

Questions 1 and 2. Ownership: Michelin is a New York corporation, with a principal place of business at One Parkway South, Greenville, South Carolina and is a wholly-owned subsidiary of Michelin Corporation, which is also a New York corporation. Michelin is an indirect subsidiary of Compagnie Générale des Etablissements Michelin, a French company that heads up the Michelin Group. A copy of the 2001 Annual for the Michelin Group is attached. It includes a list of affiliates. The 2002 Annual Report has not been distributed yet, but will be available online at: <http://www.michelin.com/corporate/en/documentation/documentation.jsp>. As noted above, Michelin sold the Ameripol Synpol facility (the "Rubber Plants") in December 1992 to the Gantrade Corporation, which has operated the facility as Ameripol Synpol Corporation ("ASC") since that time. Prior corporate history is as follows:

- World War II: the U.S. Government built two styrene-butadiene rubber ("SBR") manufacturing facilities in Port Neches, Texas. On behalf of the government, Firestone operated the "North Plant" from 1943 until 1947 and the B.F. Goodrich Company ("BFG") operated the "South Plant" from 1943 until 1955.
- 1947 - 1950: Firestone ceased its operations at the North Plant in 1947 and the plant remained idle.
- 1950: the U.S. Rubber Company (also known in later years as Uniroyal, Inc.) reactivated the North Plant.
- 1954 - 1955: U.S. Rubber entered into a joint venture with Texaco, Inc. in late 1954, with 50% ownership by each party, to acquire the North Plant. The joint venture was called Texas-U.S. Chemical Company ("Texas-US"). Operations commenced under Texas-US on April 29, 1955.
- 1955 - 1980: in addition to the North Plant acquisition, Texas-US also purchased a 50% ownership in the adjacent butadiene plant (also known as "Neches Butane") from the government. The remaining 50% portion of Neches Butane was purchased from the government by a joint venture between BFG and Gulf Oil Corporation, known as Goodrich-Gulf Chemicals, Inc. ("GGCI").
- 1955 - 1969: GGCI operated the South Plant. In 1969, BFG bought out Gulf's interests in both the South Plant and the portion of Neches Butane operated by GGCI and operated both under the Ameripol, Inc. name.
- 1969 - 1980: BFG continued to operate the South Plant and its portion of Neches Butane. In 1980, it sold its half interest in Neches Butane to Texaco, Inc.
- 1980: As of August 1, Uniroyal "traded" its ownership portion of Neches Butane for Texaco's portion of the North plant. The resulting North Plant operations, Synpol Inc., became a wholly owned subsidiary of Uniroyal.
- 1983: BFG transferred the responsibility of the South Plant from the "B.F. Goodrich Chemical Company" to the "B.F. Goodrich Tire Group." The South Plant became known as the Ameripol SBR Division.
- 1986: Uniroyal transferred Synpol, Inc. from its Chemical Division to its Tire Company and then "spun off" its Tire Company. BFG spun off its B.F. Goodrich Tire

Group and these two tire-manufacturing entities merged to form the Uniroyal Goodrich Tire Company ("UGTC"). By August 1, 1986, the merger of Ameripol (South Plant) and Synpol (North Plant) was completed and the physical divider between the two facilities was removed.

- 1990: An affiliate of Michelin completed its acquisition of UGTC.
- 1992: UGTC's divestiture of the Rubber Plants was completed as of December 17.

Question 3. Corporate Documentation: As indicated above, the ownership history of the Rubber Plants and Neches Butane is rather complex. Due to the volume and number of transactional documents responsive to this Request, Michelin will provide copies of the documents to your agency upon request. Additionally, it is our understanding, as Counsel for ASC provided Michelin with courtesy copies of its responses, that documentation for several of the transactions was produced to your agency by ASC in those responses.

Question 4. Facility Information: Below is a list of responsive drawings included herein, in the order in which they are enclosed. Michelin has not located any aerial photographs. Additional facility information concerning operations at Neches Butane or the Rubber Plants would be maintained at each facility. Information pertaining to Neches Butane's operations would have been transferred to Texaco in 1980, when BFG and Uniroyal divested their respective interests in that facility and Michelin would have never had possession of such information. With respect to the Rubber Plants, Michelin has not owned or operated the facility since 1992 and such documentation would no longer be in our possession or control.

<u>Drawing No./Description:</u>	<u>Date:</u>
E-9400 (Acreage Map)	06/06/1955
136-B-2 (Piping & Utilities)	06/07/1980
G-2738 (Plot Plan)	09/23/1980
F-3142-001 B (Plant Map)	11/14/1986
F-3142-001 C (Plant Map)	11/14/1986
F-3142-001 D (Plant Map-Hazardous Areas)	06/12/1987
8826-1 0	05/20/1988
8826-3 1	05/20/1988
8826-2 1	05/20/1988
8826-5 1	05/20/1988
1758D001	11/10/1992
1758D002	11/11/1992
1758D003	11/18/1992
1758D005	11/18/1992
E-1883-2C (Proposed Cell Arrangement/Landfill)	11/14/1988
Sheet 10 (Final Plat)	09/22/1980
Sheet 11 (Final Plat)	10/27/1980
Sheet 12 (Final Plat)	09/24/1980

Question 5. Solid Waste Management: An onsite landfill was started at the Port Neches complex in 1969 on land owned jointly by Texas-US and BFG. The operation's acreage was increased in 1980. The landfill's location is noted on several of the drawings enclosed, particularly on Drawing No. E-1883-2C ("Proposed Cell Arrangement, Common Landfill Area"). Wastes from Texaco's Neches Butane operations and the Rubber Plants were disposed of at this landfill. Michelin's records indicate that the Texas Water Commission issued a landfill permit and a reference to said permit is included herein on a listing of permits in effect as of December 17, 1992. Waste streams from the Rubber Plants handled at the landfill from 1969

until 1992 included paper, pallets, process plant sludge and solids from the two facility settling ponds, off-spec rubber, and old catalyst. Michelin does not have any knowledge or information regarding disposal subsequent to December 1992. Prior to 1969, plant wastes were transported offsite to the Bailey and Sara Jane Road Sites. Michelin assumed PRP responsibility for UGTC at the Bailey Site, which is currently in the O&M phase under the auspices of your agency. BFG and Texas-US apparently participated in a state-supervised closure of the Sara Jane Road Site in the early 1980s, along with American Cyanamid. EPA's 1991 Multimedia Audit Report is enclosed herein as a reference and is responsive to this request.

Question 6. Compliance History: Leaks, Spills, Releases: In response to this question, Michelin references the EPA 1991 Multimedia Audit Report and the Texas Air Control Board's 1990 Order No. 90-09, which are enclosed herein. Except for the enclosed reports, Michelin has not located any other evidence or information indicating that any leaks, spills or releases of any substances, including hazardous substances, occurred at or from the Rubber Plants.

Question 7. Permits: Michelin is no longer in possession of the permits related to the Rubber Plants, as they were transferred to ASC in the 1992 Asset Purchase and would be maintained at the facility. Michelin does have a listing of the permits in effect as of 1992 and a copy of said list is enclosed herein.

Questions 8 and 9. Groundwater/Surface Water Contamination: Other than the documentation enclosed herein, Michelin has not located any other evidence or information responsive to this request.

Question 10. Site Investigations: In response to this request, Michelin references a number of sampling analyses performed in 1989 by Engineering Science and Savannah Laboratories enclosed herein. EPA's 1991 Multimedia Audit Report is also considered to be responsive to this request. Except for this data, Michelin has not contemplated or performed any investigations of the groundwater, surface water or soil at the facility, as it has not owned or operated the Rubber Plants since 1992.

Question 11. Availability of Information: As indicated in prior answers, Michelin has not owned or operated the Rubber Plants since 1992; accordingly, much of the information sought by your agency would be in the possession of the current owners. Information responsive to this Request has been included herein and Michelin again reserves its right to supplement its response should additional relevant information be located.

PART B RESPONSES (Canal):

Questions 1 and 2. Ownership/Operations of Star Lake Canal: Based on information in Michelin's possession, it is our understanding that the Canal was acquired by GGCI in April 1955 from the Rubber Producing Facilities Disposal Commission. As explained above, Michelin's predecessor-in-interest, BFG sold its ownership portion of the Neches Butane facility in 1980 to Texaco (as Texaco Butadiene Company); this sale also included the conveyance of BFG's portion of the Canal. For your reference, a copy of the General Warranty Deed, dated December 29, 1980 is enclosed herein. A similar arrangement was made in the 1980 arrangement between Uniroyal and Texaco, whereby Texaco received Uniroyal's ownership portion of Neches Butane in exchange for Texaco's ownership portion of the North Plant. Three of the enclosed blueprints prepared for Texas-US in 1980 show the Canal and its easements

(Sheets 10 through 12); Michelin has not located any other documentation concerning any Texas-US ownership or any of the entities' operation of the Canal.

Question 3. Solid Waste Unit Releases/Hydraulic Connections: As noted on the blueprint identified as "Sheet 11" enclosed herein, the solid waste landfill owned and operated by the Rubber Plants and Texaco was adjacent to the Canal. Additional details on the landfill and its proximity to the Canal are noted on the blueprint entitled "Proposed Cell Arrangement: Common Landfill Area." Additionally, Michelin references the EPA's 1991 Multimedia Audit Report, enclosed herein. Except for the enclosed information, Michelin has not located any other evidence or information concerning the quantities and types of materials handled, construction, closure activities or corrective actions during the time in which its predecessors-in-interest had ownership responsibilities for the Canal.

Question 4. Compliance History: Leaks, Spills, Releases: Michelin has not located any evidence or information concerning leaks, spills or releases of any substances, including hazardous substances, during the time in which its predecessors-in-interest had ownership responsibilities for the Canal.

Questions 5, 6 and 7. Permits: Since Michelin never had ownership responsibility for the Canal, it does not have any environmental or dredging permits for the Canal, nor does it have any environmental reports concerning the Canal.

Question 8. Sampling: Since Michelin never had ownership responsibility for the Canal, it has not performed or contemplated performing any sampling of the sediments in or around the Canal.

Question 10. Site Investigations: Since Michelin never had ownership responsibilities for the Canal, it has not contemplated performing or performed any investigations of the groundwater, surface water or soil on or around the Canal.

Michelin asks that future correspondence regarding the Site be directed to the undersigned at: 1401 Antioch Church Road, Greenville, SC 29605, as well as Ms. Beth M. Ellis, Legal Assistant, Michelin North America, Inc., One Parkway South, Greenville, SC 29615. She may be reached at (864) 458-5640 or via email at beth.ellis@us.michelin.com.

Sincerely yours,
MICHELIN NORTH AMERICA, INC.



James D. Fannin
Environmental Engineer

Enclosures